

## NOTICE OF CLAIMS PURCHASE AGREEMENT

**BARRY SALES ENGINEERING INC**, a(n) Corporation (State of Incorporation), \_\_\_\_\_ (EntityType), its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby absolutely and unconditionally sell and transfer unto **Blue Heron Special Situations Fund (I)**, a Delaware Limited Liability Company, its successors and assigns ("Buyer") all rights, title and interest in and to the claim(s) of Seller in the principal amount of \$1,838.00 (proof of claim amount, defined as the "Claim") against **Motors Liquidation Company et. al. f/k/a General Motors Corporation et. al.** (the "Debtor") together with interest, if any, in the United States Bankruptcy Court, Southern District of New York, or any other court with jurisdiction over the Proceedings (the "Court"), Administered at Case Number **09-50026** (defined as the "Proceedings").

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Claims Purchase Agreement as an unconditional sale and the Buyer herein as the valid owner of the Claim.

IN WITNESS WHEREOF, the undersigned has duly executed this Agreement by its duly authorized representative dated the 21<sup>st</sup> day of April, 2010.

Barry Sales Engineering, Inc.  
(Company Name)

Witness: Debbie Ridenour  
(Signature)

Jean Clark  
(Signature of Corporate Officer)

Debbie Ridenour / Inside Sales  
(Print Name and Title of Witness)

Jean Clark, Account Manager  
(Print Name and Title of Corporate Officer)

**Blue Heron Special Situations Fund (I)**

Witness: John  
(Signature)

John  
(Blue Heron Special Situations Fund (I))

**Exhibit "A"**